

Exhibit 10

1 MICHAEL PARTRIDGE
2 UNITED STATES DISTRICT COURT
3 EASTERN DISTRICT OF MISSOURI
4 EASTERN DIVISION
5 AWARE PRODUCTS LLC D/B/A)
6 VOYANT BEAUTY,)
7 Plaintiff,)
8 vs.) NO. 4:21-CV-249-JCH
9 EPICURE MEDICAL, LLC,)
10 FOXHOLE MEDICAL, LLC, and)
11 LEE ORI,)
12 Defendants.)
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REMOTE DEPOSITION UPON ORAL EXAMINATION OF

MICHAEL PARTRIDGE

TUESDAY, APRIL 5, 2022
9:37 A.M.

(All participants are appearing remotely)

REPORTED BY:
MONNA J. NICKESON, CLR, RPR, CRR, CCR NO. 3322
JOB: 209371

| | | | | | | |
|----|----------------------------|--------------------------------|----|---|----------------------------------|------|
| 1 | MICHAEL PARTRIDGE | Page 2 | 1 | MICHAEL PARTRIDGE | Page 3 | |
| 2 | APPEARANCES: | | 2 | I N D E X | | |
| 3 | FOR THE PLAINTIFF: | | 3 | AWARE vs. EPICURE | | |
| 4 | ROBERT PENN, ESQ. | | 4 | NO. 4:21-CV-249-JCH | | |
| 5 | JUSTIN SHER, ESQ. | | 5 | APRIL 5, 2022 | | |
| 6 | Sher Tremonte | | 6 | WITNESS: MICHAEL PARTRIDGE | PAGE | |
| 7 | 90 Broad Street | | 7 | EXAMINATION BY MR. KORANTENG: | 7 | |
| 8 | New York, New York 10004 | | 8 | EXHIBITS | | |
| 9 | FOR THE DEFENDANT: | | 9 | NUMBER | DESCRIPTION | PAGE |
| 10 | FIBBENS KORANTENG, ESQ. | | 10 | Exhibit 1 | "Amended Notice of Deposition" | 20 |
| 11 | Koranteng Law Firm | | 11 | Exhibit 2 | Plaintiff's first set of | 40 |
| 12 | 5050 Quorum Drive | | 12 | interrogatories to defendants | | |
| 13 | Dallas, Texas 75254 | | 13 | Exhibit 3 | "Plaintiff's responses and | 84 |
| 14 | ALSO PRESENT: | | 14 | objections to defendants' first | | |
| 15 | Joel Coriat, videographer | | 15 | set of requests for production | | |
| 16 | | | 16 | of documents." | | |
| 17 | | | 17 | Exhibit 4 | AWAREVOYANT_000307 | 87 |
| 18 | | | 18 | Exhibit 5 | Email from Witness to Paul | 90 |
| 19 | | | 19 | dated March 26 | | |
| 20 | | | 20 | Exhibit 6 | Email dated March 26 from Paul | 92 |
| 21 | | | 21 | Exhibit 7 | Heslin to Witness | 96 |
| 22 | | | 22 | Exhibit 8 | Email from Witness to Paul | |
| 23 | | | 23 | Exhibit 9 | Heslin | |
| 24 | | | 24 | Exhibit 10 | Email from Lee Ori to Paul, the | 101 |
| 25 | | | 25 | | Witness, Dan Reilly, and Sarah | |
| | | | | | Simmers | |
| | | | | | Email | 107 |
| | | | | | March 31, 202 email from Witness | 110 |
| | | | | | to Paul Heslin | |
| | | | | | Exhibit 11 | 112 |
| | | | | | Exhibit 12 | 115 |
| | | | | | Exhibit 13 | 131 |
| | | | | | Exhibit 14 | 134 |
| | | | | | Exhibit 15 | 143 |
| | | | | | Exhibit 16 | 143 |
| | | | | | Exhibit 17 | 148 |
| | | | | | Exhibit 18 | 149 |
| | | | | | AWAREVOYANT_000631 | |
| | | | | | | |
| 1 | MICHAEL PARTRIDGE | Page 4 | 1 | MICHAEL PARTRIDGE | Page 5 | |
| 2 | I N D E X (continued) | | 2 | BE IT REMEMBERED that on APRIL 5, | | |
| 3 | AWARE vs. EPICURE | | 3 | 2022, at 9:37 A.M., the remote videotaped | | |
| 4 | NO. 4:21-CV-249-JCH | | 4 | deposition of MICHAEL PARTRIDGE was taken | | |
| 5 | APRIL 5, 2022 | | 5 | before Monna J. Nickeson, Certified | | |
| 6 | WITNESS: MICHAEL PARTRIDGE | | 6 | Realtime Reporter, Registered Professional | | |
| 7 | EXHIBITS | | 7 | Reporter, Certified LiveNote Reporter, | | |
| 8 | NUMBER | DESCRIPTION | 8 | Certified Court Reporter (WA 3322), | | |
| 9 | Exhibit 19 | Email, AWAREVOYANT_000898 | 9 | Certified Shorthand Reporter (ID 1045), (OR | | |
| 10 | Exhibit 20 | Email, AWAREVOYANT_000983 | 10 | 16-0441), (CA 14430), the following | | |
| 11 | Exhibit 21 | Email, AWAREVOYANT_001752 | 11 | proceedings took place: | | |
| 12 | Exhibit 22 | Email, DEF4741 through DEF4748 | 12 | THE VIDEOGRAPHER: Good morning. My | | |
| 13 | Exhibit 23 | Pro forma invoice | 13 | name is Joel Coriat. I am a certified | | |
| 14 | Exhibit 24 | Email dated June 19 | 14 | legal videographer in association with | | |
| 15 | | | 15 | TSG Reporting, Inc. Due to the severity of | | |
| 16 | | | 16 | COVID-19, and following the practice of | | |
| 17 | | | 17 | social distancing, I will not be in the | | |
| 18 | | | 18 | same room with the witness. Instead, I | | |
| 19 | | | 19 | will record this videotaped deposition | | |
| 20 | | | 20 | remotely. The reporter, Monna Nickeson, | | |
| 21 | | | 21 | also will not be in the same room and will | | |
| 22 | | | 22 | swear the witness remotely. | | |
| 23 | | | 23 | Do all parties stipulate to the | | |
| 24 | | | 24 | validity of this video recording and remote | | |
| 25 | | | 25 | swearing, and that it will be admissible in | | |

| Page 6 | | Page 7 | |
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| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | the courtroom as if it had been taken | 2 | Sher Tremonte for plaintiff Aware Products, |
| 3 | following Rule 30 of the Federal Rules of | 3 | LLC, d/b/a Voyant Beauty. |
| 4 | Civil Procedures and the state rules where | 4 | MR. SHER: And Justin Sher, also for |
| 5 | this case is pending? | 5 | plaintiff. |
| 6 | MR. KORANTENG: Defendants do. | 6 | THE VIDEOGRAPHER: Thank you. The |
| 7 | MR. PENN: Plaintiff agrees. | 7 | court reporter, please swear in the |
| 8 | THE VIDEOGRAPHER: Thank you. This | 8 | witness. |
| 9 | is the start of Media Number 1 in the | 9 | MICHAEL PARTRIDGE |
| 10 | video-recorded deposition of Michael | 10 | Having been first duly sworn, was examined and |
| 11 | Partridge in the matter of Aware Products, | 11 | testified as follows: |
| 12 | LLC, d/b/a Voyant Beauty versus Epicure | 12 | EXAMINATION |
| 13 | Medical, LLC, et al. | 13 | BY MR. KORANTENG: |
| 14 | This is case number 421-CV-249-JCH | 14 | Q. Mr. Partridge, my name is Fibbens |
| 15 | filed in the U.S. District Court, Eastern | 15 | Koranteng, and I represent Epicure Medical, LLC |
| 16 | District of Missouri, Eastern Division. | 16 | and -- what do you call it -- Foxhole Medical, |
| 17 | This is deposition being held remotely on | 17 | LLC, and Lee Ori in this case. I've seen your |
| 18 | April 5th, 2022. The time on the video | 18 | name in many records and many emails, so it's a |
| 19 | monitor is now 9:38 a.m. Pacific Time. | 19 | pleasure to finally get to talk to you. |
| 20 | Will counsel please state your | 20 | Do you understand that you are here |
| 21 | appearances for record. | 21 | today to testify on behalf of Aware Products, |
| 22 | MR. KORANTENG: Fibbens Koranteng | 22 | LLC, which does business as Voyant Beauty? |
| 23 | for defendants Epicure Medical, LLC; | 23 | A. Yes. |
| 24 | Foxhole Medical, LLC; and Lee Ori. | 24 | Q. And are you okay if I refer to Aware |
| 25 | MR. PENN: Robert Penn of | 25 | products as Voyant from here on out? |
| Page 8 | | Page 9 | |
| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | A. Yes. | 2 | before? |
| 3 | Q. Have you testified under oath before | 3 | A. Yes. |
| 4 | today? | 4 | Q. Okay. So you probably already know |
| 5 | A. Yes. | 5 | some of the rules, but I'm going to go over a |
| 6 | Q. And in what -- under what | 6 | couple of them with you, if that's okay. |
| 7 | circumstances did you testify under oath? | 7 | I will be asking you some questions |
| 8 | A. There was a federal case that I was | 8 | today directed -- regarding this case, and the |
| 9 | a witness for. | 9 | court reporter will be recording your answers. |
| 10 | Q. What was that case? | 10 | If I ask you a question that you do not |
| 11 | A. It was -- I wouldn't be able to name | 11 | understand, I want you to let me know. If you |
| 12 | it exactly, but for a former company, Kik | 12 | go ahead and -- you know, you can ask me to |
| 13 | Custom Products, against a healthcare provider. | 13 | repeat it or rephrase it, but if you go ahead |
| 14 | Q. You said what custom products? I'm | 14 | and answer it, I will assume that you |
| 15 | sorry, I didn't hear. | 15 | understand my question; is that okay? |
| 16 | A. Kik, K-i-k. The former company I | 16 | A. Yes. |
| 17 | worked for. | 17 | Q. I would ask also that you answer -- |
| 18 | Q. All right. And so having testified | 18 | I'm sorry? Okay. I thought somebody said |
| 19 | under oath before, you probably already know | 19 | something. |
| 20 | the rules, but let me go over a couple of | 20 | I would ask that you answer all your |
| 21 | things with you. | 21 | questions verbally so the court reporter can |
| 22 | Well, I asked if you had testified | 22 | hear your answer. I would ask you don't nod |
| 23 | under oath, but I didn't ask if you had your | 23 | your head or you say uh-huh; is that |
| 24 | deposition taken before. | 24 | understood? |
| 25 | Have you had your deposition taken | 25 | A. Understood. |

| Page 78 | | Page 79 | |
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| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | submitted? | 2 | business. When you say that, what does -- what |
| 3 | (The Court Reporter requested | 3 | did that mean? What does that mean? |
| 4 | clarification.) | 4 | A. That was Lee's business. |
| 5 | MR. KORANTENG: About your damages. | 5 | Q. Paul and Lee told you that Foxhole |
| 6 | (The Court Reporter requested | 6 | was part of the pharmaceutical side of Lee's |
| 7 | clarification.) | 7 | business? |
| 8 | BY MR. KORANTENG: | 8 | A. Correct. |
| 9 | Q. When you went back, Mr. Partridge, | 9 | Q. How long after -- let me ask you. |
| 10 | to refresh your memory about the components of | 10 | So when were -- when was Voyant |
| 11 | your damages, did you by any chance also | 11 | first introduced to Foxhole? |
| 12 | determine when the Foxhole LOI was actually | 12 | A. In March of 2020. |
| 13 | sent in March? | 13 | Q. And do you remember the date when |
| 14 | A. I did not, but I can. | 14 | that introduction occurred? |
| 15 | Q. Okay. Let me ask you, so when -- | 15 | A. I don't remember the date. I |
| 16 | when that Foxhole LOI was submitted in March, | 16 | remember our salesperson handing over the |
| 17 | what did Voyant know about Foxhole as company? | 17 | introduction. |
| 18 | MR. PENN: Objection to form. | 18 | Q. When you say a salesperson, who do |
| 19 | THE WITNESS: So what we knew about | 19 | you mean? |
| 20 | Foxhole is just during introductory | 20 | A. Andrew. |
| 21 | meetings with Paul and Lee, noting that | 21 | Q. Andrew, last name? |
| 22 | Foxhole was part of the pharmaceutical side | 22 | A. Davis, D-a-v-i-s. |
| 23 | of the business. | 23 | Q. And how long after that introduction |
| 24 | BY MR. KORANTENG: | 24 | before you had these introductory meetings with |
| 25 | Q. You said pharmaceutical side of the | 25 | Paul and Lee? |
| Page 80 | | Page 81 | |
| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | A. I mean, within days. | 2 | Is the letter of intent the only |
| 3 | Q. How many days? A day? Two days? | 3 | thing that Voyant requires to procure materials |
| 4 | Ten days? | 4 | to produce products for its customers? |
| 5 | A. I don't remember. | 5 | A. Yes. |
| 6 | Q. Did you require Foxhole to make any | 6 | Q. Does Voyant require any application |
| 7 | payment prior to Voyant securing any materials | 7 | for credit prior to procuring any materials to |
| 8 | to produce the hand sanitizer ordered in -- or | 8 | produce products for its customers? |
| 9 | committed to in that March LOI? | 9 | A. It depends on the situation. |
| 10 | MR. PENN: Objection to form. | 10 | Q. Tell me when it would require one |
| 11 | THE WITNESS: Say the question | 11 | and when it wouldn't. |
| 12 | again. | 12 | A. So if there was no letter of intent, |
| 13 | BY MR. KORANTENG: | 13 | we would have to have a credit application |
| 14 | Q. Did you require Foxhole to make any | 14 | prior to ordering any materials. With a letter |
| 15 | payment prior to Voyant securing any materials | 15 | of intent, the credit application can follow. |
| 16 | to produce the hand sanitizer that Foxhole | 16 | Q. Did Voyant require Foxhole to submit |
| 17 | committed to order in that March LOI? | 17 | an application for credit after Foxhole |
| 18 | A. No. | 18 | submitted that letter of intent? |
| 19 | Q. And why did you not require any | 19 | A. Yes. |
| 20 | payment? | 20 | Q. When did Voyant require Foxhole to |
| 21 | A. Because we had the letter of intent. | 21 | submit a letter of -- to submit an application |
| 22 | Q. So is the letter of intent the only | 22 | for credit? |
| 23 | thing Voyant requires in order to start | 23 | A. I don't know the exact date. It was |
| 24 | procuring products to manufacture -- sorry. | 24 | following the letter of intent. |
| 25 | Strike that. | 25 | Q. How did Voyant communicate that |

| Page 82 | | Page 83 | |
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| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | request to Foxhole? | 2 | A. Keep going. |
| 3 | A. Michelle Jimenez would have sent the | 3 | MR. KORANTENG: I'm going to |
| 4 | credit application to Lee. | 4 | introduce another exhibit here. Monna or |
| 5 | Q. Asking -- well, I'm asking if that | 5 | Joel, does anybody need a break or you want |
| 6 | letter of -- sorry, that application would have | 6 | to keep going? |
| 7 | been directed to Foxhole? | 7 | THE COURT REPORTER: If we're going |
| 8 | A. It was directed to Lee Ori. | 8 | to go all day, I'll need a break for lunch. |
| 9 | Q. Why was the letter of intent -- why | 9 | MR. KORANTENG: Let us know when you |
| 10 | would the application be directed to Lee Ori? | 10 | want to take that break, and then we can |
| 11 | A. Because Lee informed us that he was | 11 | accommodate that. |
| 12 | in process of setting up a separate LLC for | 12 | THE COURT REPORTER: Thank you. |
| 13 | Epicure. | 13 | BY MR. KORANTENG: |
| 14 | Q. And so when the -- when that | 14 | Q. I just put in the chat Exhibit 3. |
| 15 | application would have been sent, would it have | 15 | Do you see that, Mr. Partridge? |
| 16 | been sent to Foxhole or Epicure, or who did | 16 | A. Yes. |
| 17 | Voyant intend to complete that letter of -- | 17 | Q. I'm going to share my screen here. |
| 18 | that application for credit? | 18 | You want to take a look through that and then |
| 19 | MR. PENN: Objection to form. | 19 | I'm going to ask you just a few questions about |
| 20 | THE WITNESS: At that point, Epicure | 20 | it, please? |
| 21 | had been established, and the credit | 21 | A. (Indecipherable). |
| 22 | application would be through Epicure. | 22 | (The Court Reporter requested |
| 23 | BY MR. KORANTENG: | 23 | clarification.) |
| 24 | Q. Do you need a break, or do you want | 24 | THE WITNESS: I just said, I'm |
| 25 | to keep going? | 25 | pulling it up on my own screen, downloading |
| Page 84 | | Page 85 | |
| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | from the chat. | 2 | of documents. I couldn't speak to every |
| 3 | (Exhibit 3 was identified.) | 3 | document individually. |
| 4 | BY MR. KORANTENG: | 4 | Q. Thank you. |
| 5 | Q. When you're done, please let me | 5 | If I represent to you that Voyant |
| 6 | know. | 6 | produced 3,985 pages of documents Bates labeled |
| 7 | A. Okay. | 7 | AWAREVOYANT, A-W-A-R-E, VOYANT, V-O-Y-A-N-T, |
| 8 | Q. Okay. Do you know what this | 8 | same word, underscore, 000001 to |
| 9 | document is? Can you identify what this | 9 | AWAREVOYANT_003985, would you have any reason |
| 10 | document is? | 10 | to dispute that as you sit here today? |
| 11 | A. This is the "Plaintiff's responses | 11 | A. I don't understand your question. |
| 12 | and objections to defendants' first set of | 12 | Q. My question to you is, as the person |
| 13 | requests for production of documents." | 13 | testifying on behalf of Aware -- of Voyant, if |
| 14 | Q. Do you know what documents were | 14 | I represent to you that Voyant produced 3,985 |
| 15 | produced in response to defendants' request for | 15 | pages Bates labeled the numbers that I read |
| 16 | production of documents? | 16 | into the record, do you have any reason to |
| 17 | Do you know what documents were | 17 | dispute that that's the case today? |
| 18 | produced by Voyant in response to defendants' | 18 | A. No, I do not. |
| 19 | request for production of documents? | 19 | Q. Okay. Thank you. |
| 20 | A. Say the question again, please. | 20 | Is it your understanding that all |
| 21 | Q. Do you know what documents were | 21 | documents responsive to defendants' request |
| 22 | produced by defendant -- by Voyant in response | 22 | have been produced and are included in that |
| 23 | to defendants' request for production of | 23 | 3,985 pages I just mentioned? |
| 24 | documents? | 24 | MR. PENN: Objection to form. Calls |
| 25 | A. I am aware that we produced a number | 25 | for a legal conclusion. |

| Page 90 | | Page 91 | |
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| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | to come will be one less than what the | 2 | sanitizer. |
| 3 | label is. | 3 | Q. And if you'd be a little bit more |
| 4 | (Exhibit 5 was identified.) | 4 | specific, what about the opportunity to produce |
| 5 | BY MR. KORANTENG: | 5 | hand sanitizer that you discussed with Paul -- |
| 6 | Q. So this has been introduced as | 6 | with Mr. Paul Heslin? |
| 7 | plaintiff -- Exhibit 5, rather, sorry. | 7 | A. That Paul was representing a company |
| 8 | Exhibit 5. | 8 | looking to get into the hand sanitizer |
| 9 | Do you see that Mr. Partridge? | 9 | business, as a follow-up to the introduction |
| 10 | A. I do. | 10 | from Andrew to discuss the opportunity. |
| 11 | Q. Okay. What's the date of this | 11 | Q. And what company did Paul say he was |
| 12 | email? | 12 | representing that wanted to explore |
| 13 | A. Same date. | 13 | manufacturing hand sanitizer? |
| 14 | Q. Okay. | 14 | A. I don't recall the company. I just |
| 15 | A. March 26. | 15 | recall that he was representing Lee. |
| 16 | Q. And can you tell us what it is? | 16 | Q. A second ago you said he was |
| 17 | A. It's an email from myself to Paul. | 17 | representing a company. But now you're saying |
| 18 | Q. Okay. And this is -- is this -- | 18 | he was representing Lee? |
| 19 | what is this follow-up, or what's the purpose | 19 | A. I don't recall the company that he |
| 20 | of this email? | 20 | said, but he was representing Lee Ori, which |
| 21 | A. Confirming that Paul and I had a | 21 | was part of a company. |
| 22 | conversation about hand sanitizer. | 22 | Q. So I understand your testimony well, |
| 23 | Q. What did you discuss with Mr. Heslin | 23 | you're saying Mr. Paul Heslin told you he's |
| 24 | on that conversation? | 24 | representing a company that Lee Ori is part of |
| 25 | A. The opportunity to produce hand | 25 | in manufacturing hand sanitizer? |
| Page 92 | | Page 93 | |
| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | A. Correct. | 2 | Q. And on the same day, he says -- can |
| 3 | Q. Move on to the next one. Just | 3 | you read what Paul Heslin writes to you for the |
| 4 | posted another exhibit. It's labeled | 4 | record, please? |
| 5 | Exhibit 7, but it's actually going to be the | 5 | A. "The one thing I will need still |
| 6 | Depo Exhibit 6. | 6 | today is the formula, label language, and SDS |
| 7 | Do you see that in the chat? | 7 | sheet and pallet configurations on the sizes. |
| 8 | (Exhibit 6 was identified.) | 8 | What do you want in the LOI? You have verbiage |
| 9 | THE WITNESS: I do. | 9 | you want me to use or you want me to wing it?" |
| 10 | BY MR. KORANTENG: | 10 | Q. And let me ask so I'm clear. |
| 11 | Q. Can you tell us what this is, | 11 | Do all -- do all your transactions |
| 12 | please? | 12 | with your customers happen at that fast, all |
| 13 | A. This is an email. | 13 | within one day, like this? |
| 14 | Q. An email from whom to whom? | 14 | MR. PENN: Objection to form. |
| 15 | A. From Paul Heslin to myself. | 15 | THE WITNESS: We have product that |
| 16 | Q. And what date was that? | 16 | customers can buy that they can happen |
| 17 | A. Same date, March 26th. | 17 | absolutely in one day. |
| 18 | Q. So this is the same day that | 18 | BY MR. KORANTENG: |
| 19 | Mr. Andrew Davis introduced Paul Heslin to you? | 19 | Q. When you are engaging a customer for |
| 20 | A. Yes. | 20 | whom you're going to manufacture hand sanitizer |
| 21 | Q. And on the same date, you had a | 21 | or any other product, I mean, does -- do those |
| 22 | conversation with Paul Heslin about | 22 | engagements usually go this fast? |
| 23 | representing the company that wants to | 23 | MR. PENN: Objection. Form. |
| 24 | manufacture hand sanitizer? | 24 | THE WITNESS: This was the only one |
| 25 | A. Yes. | 25 | at the time, so I have no comparison. |

| Page 106 | | Page 107 | |
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| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | A. From myself to Lee Ori, Paul Heslin, | 2 | we have -- that is on my screen right now? |
| 3 | copying Dan Reilly and Sarah Simmers. | 3 | A. March 26th, 2020. |
| 4 | Q. Why was Mr. Reilly and Ms. Simmers | 4 | MR. KORANTENG: Again, this is |
| 5 | copied on here? | 5 | Exhibit 9 for this deposition. |
| 6 | A. They were copied on the previous | 6 | (Exhibit 9 was identified.) |
| 7 | email. | 7 | BY MR. KORANTENG: |
| 8 | Q. And who did you understand | 8 | Q. Can you tell us what that email -- |
| 9 | Ms. Simmers and Mr. Reilly to be? | 9 | what the email states, please? |
| 10 | A. It was explained that Dan Reilly was | 10 | A. Subject "Re: LOI. Thanks so much, |
| 11 | sales and Sarah was more of the business | 11 | Lee. I will get the team on it. The POs are |
| 12 | office. | 12 | ready to go first thing in the morning. It's |
| 13 | Q. And when was this explained to you? | 13 | been quite a tumultuous supply and demand day, |
| 14 | A. This is part of the initial | 14 | so very much hoping that the bottles and caps |
| 15 | conversation with Paul Heslin. | 15 | are still available. As soon as we have |
| 16 | Q. Okay. Did you talk to Dan or | 16 | confirmation in the morning, I will reach out." |
| 17 | Sarah Simmers or Lee Ori before you -- well, | 17 | Q. When you write that, "very much |
| 18 | first of all, before you received the LOI from | 18 | hoping that the bottles and caps are still |
| 19 | Lee Ori? | 19 | available," what are you talking about here? |
| 20 | A. No. | 20 | A. So in writing this, we had a lead on |
| 21 | Q. Okay. So you had never had a | 21 | bottles and caps to support the LOI. And I'm |
| 22 | conversation with Lee Ori before you received | 22 | saying, I'm hoping that they're still available |
| 23 | the LOI from him on March 26th? | 23 | because things were going very quickly. |
| 24 | A. Correct. | 24 | Q. And at this point -- at the point, |
| 25 | Q. What's the date of this email that | 25 | had you discussed this particular bottles and |
| Page 108 | | Page 109 | |
| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | caps that you were hoping could support the LOI | 2 | about -- strike that. |
| 3 | with Mr. Ori, Sarah Simmers, and Mr. Reilly? | 3 | I think earlier you testified that |
| 4 | A. No, with Paul Heslin. | 4 | you didn't send a credit application to Foxhole |
| 5 | Q. Paul Heslin. Okay. | 5 | because you knew that they were going to use |
| 6 | You never discussed it with Lee Ori | 6 | another entity, and at that time, the entity |
| 7 | that you had a lead on certain bottles and caps | 7 | had been set up. |
| 8 | that you may use to support the LOI? | 8 | At this point in -- on March 26th, |
| 9 | A. Correct. | 9 | 2020, had you discussed with either Paul Heslin |
| 10 | Q. Was there a discussion between you | 10 | or anybody from Epicure or Foxhole what entity |
| 11 | and Mr. Heslin or Mr. Ori -- strike that. | 11 | was going to actually fulfill the LOI that was |
| 12 | Was there discussion between you and | 12 | submitted by Foxhole? |
| 13 | Mr. Heslin or Epicure or Foxhole about needing | 13 | MR. PENN: Objection to form. |
| 14 | an LOI on March 26th to be able to secure this | 14 | THE WITNESS: I don't recall a |
| 15 | bottles and caps that you're discussing in your | 15 | specific discussion on that topic, no. |
| 16 | email? | 16 | BY MR. KORANTENG: |
| 17 | MR. PENN: Objection to form. | 17 | Q. You don't recall ever discussing |
| 18 | THE WITNESS: Yes. | 18 | with either Mr. Heslin or Mr. Ori or anybody |
| 19 | BY MR. KORANTENG: | 19 | from Epicure, Foxhole that they were going to |
| 20 | Q. Okay. And what was the form of that | 20 | use a different company than the one that |
| 21 | discussion? | 21 | submitted the LOI on March 26th to fulfill |
| 22 | A. That we would need the letter of | 22 | their commitment in the LOI? |
| 23 | intent in order to procure those bottles and | 23 | MR. PENN: Objection to form. |
| 24 | caps. | 24 | THE WITNESS: That's correct. |
| 25 | Q. Okay. And did you have a discussion | 25 | |

| | | | | | |
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| 1 | MICHAEL PARTRIDGE | Page 110 | 1 | MICHAEL PARTRIDGE | Page 111 |
| 2 | BY MR. KORANTENG: | | 2 | discusses, please? | |
| 3 | Q. Okay. We're going to introduce | | 3 | A. It says, "Paul, bottle company has | |
| 4 | another exhibit here. This is labeled 11. I'm | | 4 | come back to us. In order to get the pricing | |
| 5 | going to put it in the chat here. This will be | | 5 | for the million 2-ounce bottles, I need to take | |
| 6 | Aware Depo Exhibit 10, instead of 11. | | 6 | it in full truckloads, which is actually | |
| 7 | (Exhibit 10 was identified.) | | 7 | 1.2 million bottles. I've accepted and | |
| 8 | BY MR. KORANTENG: | | 8 | adjusted the caps so that they are the same to | |
| 9 | Q. I'm going to share my screen so you | | 9 | match. I'm anticipating that you would take | |
| 10 | can see that. | | 10 | the full 1.2 million. If not, I can easily | |
| 11 | Can you see my screen, | | 11 | sell to somebody else, but assumed you would | |
| 12 | Mr. Partridge? | | 12 | take whatever I could get you. Please let me | |
| 13 | A. I do. | | 13 | know." | |
| 14 | Q. Can you tell us what this is, | | 14 | Q. And would you be kind to tell us | |
| 15 | please? | | 15 | what you're discussing in terms of this | |
| 16 | A. This is an email. | | 16 | 1 million versus 2 million -- sorry, 1 million | |
| 17 | Q. An email from whom to whom? | | 17 | versus 1.2 million in this email? | |
| 18 | A. From myself to Paul Heslin. | | 18 | A. So the letter of intent is for one | |
| 19 | Q. And when is it dated? | | 19 | million units -- | |
| 20 | A. March 31st, 2020. | | 20 | Q. By the letter of intent, are you | |
| 21 | Q. Can you tell me what the subject of | | 21 | referring to the March 26 letter of intent from | |
| 22 | the email is? | | 22 | Foxhole? | |
| 23 | A. 1.2 million versus 1 million bottle | | 23 | A. I am. | |
| 24 | of the 2-ounce. | | 24 | Q. And you couldn't secure the one | |
| 25 | Q. Can you tell us what the email | | 25 | million, but instead you found a supply for | |
| | MICHAEL PARTRIDGE | Page 112 | | MICHAEL PARTRIDGE | Page 113 |
| 1 | 1.2 million? | | 1 | Q. And what does this -- what's the | |
| 2 | A. Correct. | | 2 | purpose of this email? | |
| 3 | Q. I'm going to introduce another | | 3 | A. The subject is credit application. | |
| 4 | exhibit here labeled Aware Depo Exhibit 12, but | | 4 | Q. What does the email say? | |
| 5 | it's actually Exhibit 11 here. Just put it in | | 5 | A. "Hi, Paul and Lee. As part of our | |
| 6 | the chat. | | 6 | new customer process, we need to have a | |
| 7 | (Exhibit 11 was identified.) | | 7 | completed credit application on file. See | |
| 8 | BY MR. KORANTENG: | | 8 | attached. Please review, fill out, and return | |
| 9 | Q. Do you see that, Mr. Partridge? | | 9 | to me at your earliest convenience. Thanks, | |
| 10 | A. Yes. | | 10 | Michelle." | |
| 11 | Q. You can see my screen? | | 11 | Q. What was the reason why this email | |
| 12 | A. I can. | | 12 | was sent? | |
| 13 | Q. So at the top of this document, | | 13 | A. We send a credit application to | |
| 14 | which on the bottom is labeled | | 14 | every new customer. | |
| 15 | AWAREVOYANT_000408, is a date. Can you tell us | | 15 | Q. So whether a customer requests | |
| 16 | what the date is on that? | | 16 | credit or not, you still send them a credit | |
| 17 | A. April 8th, 2020. | | 17 | application? | |
| 18 | Q. What is this document? | | 18 | A. Correct. | |
| 19 | A. This is an email. | | 19 | Q. Did Mr. Heslin or Mr. Ori ask Voyant | |
| 20 | Q. From whom to whom? | | 20 | to provide it credit -- sorry, strike that. | |
| 21 | A. From Michelle Jimenez to | | 21 | Did Mr. Heslin or Mr. Ori ask Voyant | |
| 22 | Paul Heslin, Lee Ori -- two emails for Lee Ori, | | 22 | to provide credit to either Foxhole or Epicure? | |
| 23 | Courtney, who's in our credit department, on | | 23 | A. Yes. | |
| 24 | copy. | | 24 | Q. When did that request -- when was | |

| | |
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| 1 MICHAEL PARTRIDGE 2 that request made? 3 A. When they returned the credit 4 application. 5 Q. When they returned the credit 6 application, they asked for credit from Voyant? 7 A. Yes. 8 Q. Who asked for the credit? 9 A. Lee did. 10 Q. Lee asked for credit from Voyant? 11 A. Yes. 12 Q. Did he ask on a phone call, by 13 email, or in some other document? 14 A. In some other document. 15 Q. Which other document? 16 A. In the credit application. 17 Q. So it's your testimony that by 18 completing the credit application, which you 19 sent to every customer, Lee was asking for 20 credit from Voyant? 21 A. Yes. 22 Q. Other than filling out the credit 23 application that you sent to every customer, 24 did Mr. Ori specifically -- or Mr. Heslin 25 specifically ask Voyant to provide either | Page 114 1 MICHAEL PARTRIDGE 2 Epicure or Foxhole credit? 3 A. Not that I'm aware of, no. 4 Q. I'm going to move on to this -- 5 attached to this email on page 2 is -- can you 6 tell us what that is? 7 A. Yes. It's a credit application. 8 Q. Did you or anyone at Voyant talk to 9 Mr. Ori or Mr. Heslin about this application, 10 other than the email sending it? 11 A. Not that I'm aware of, no. 12 Q. Move on to another exhibit. 13 (Exhibit 12 was identified.) 14 BY MR. KORANTENG: 15 Q. I just put in the chat Exhibit 12, 16 but it's actually Exhibit -- sorry. 17 MR. KORANTENG: Monna, can you tell 18 me what exhibit I'm on? I think I reposted 19 Exhibit 12, so... 20 (Discussion held off-the-steno 21 record.) 22 BY MR. KORANTENG: 23 Q. So what I just put in the chat says 24 Exhibit 12 as well. And it's a -- but it's a 25 different Exhibit 12. So let's see. |
| Page 116 1 MICHAEL PARTRIDGE 2 So last document that I put in there 3 is actually going to be Exhibit 12 for this 4 deposition. 5 Do you see that, Mr. Partridge? 6 A. I do. 7 Q. Can you identify what this is for 8 me, please? 9 A. It's an email. 10 Q. Can you identify what's on the 11 bottom -- the notation that's on the bottom of 12 the email, the Bates number? 13 A. AWAREVOYANT_000436. 14 Q. This is a three-page document; is 15 that correct? 16 A. Correct. 17 Q. It's an email from whom to whom? 18 A. An email from Lee Ori to 19 Michelle Jimenez. 20 Q. Copied on here is -- who is copied 21 on here? 22 A. Paul Heslin and Courtney. 23 Q. And there's no subject -- well, not 24 subject, but there's no content in this email; 25 is that correct? | Page 115 1 MICHAEL PARTRIDGE 2 Epicure Medical, LLC. 3 Q. On page 2 of this document is a 4 credit application; do you see that? 5 A. I do. 6 Q. Who is listed as the business 7 information, who is listed on there? 8 A. Epicure Medical, LLC. 9 Q. Was it Voyant's intention for 10 Epicure to fill out this credit application? 11 MR. PENN: Objection to form. 12 THE WITNESS: We had known that Lee 13 was creating another company specific for 14 this business. 15 BY MR. KORANTENG: 16 Q. When you say we had known, you 17 mean -- do you mean Voyant knew? 18 A. Correct, yes. 19 Q. And when did you know that Lee was 20 creating another company specific for this 21 business? 22 A. I can't tell you exactly, but we 23 knew in -- during preliminary conversations 24 with Lee and Paul that they were creating a 25 separate company. |

| Page 122 | | Page 123 | |
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| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | particular clause that, hey, by signing this, | 2 | on this application? |
| 3 | you're personally guaranteeing the purchases by | 3 | A. It looks like C-o-a-m-e [sic], Tech, |
| 4 | the company that's applying for credit? Or | 4 | LLC; Salus Medical; Global Medical Source. |
| 5 | that -- sorry, go ahead. | 5 | Q. Let me ask you, when Voyant obtains |
| 6 | A. I do not. | 6 | these completed credit applications from its |
| 7 | Q. No, you do not. | 7 | customers, what does it do with it? |
| 8 | I see that at the top of this | 8 | A. We would check their trade |
| 9 | document, in the business information section | 9 | references to determine what the most |
| 10 | is an amount requested; do you see that? | 10 | appropriate credit or payment terms would be |
| 11 | A. I do. | 11 | applicable for each customer. |
| 12 | Q. And in this case, what is stated? | 12 | Q. So you -- Voyant would check with, |
| 13 | A. Amount requested \$500,000. | 13 | in this case, CosmeTech, LLC, Salus Medical, |
| 14 | Q. Do you also see on the left side of | 14 | and Global Medical Source; is that correct? |
| 15 | that -- this document where it states, "How | 15 | A. Correct. |
| 16 | long in business?" | 16 | Q. How about the bank information |
| 17 | A. Yes. | 17 | section, do you -- can you tell me what is |
| 18 | Q. And what is the answer to that? | 18 | listed in this bank information section just -- |
| 19 | A. One month, new entity for this | 19 | just the name of the bank? |
| 20 | business. | 20 | A. Unfortunately, a little fuzzy. But |
| 21 | Q. On the bottom -- or in the middle, | 21 | it looks like -- |
| 22 | rather, there are some trade references; do you | 22 | Q. Let me see if I can -- is that |
| 23 | see that? | 23 | better? |
| 24 | A. I do. | 24 | A. Carrollton Bank. |
| 25 | Q. Who are the trade references listed | 25 | Q. And what does Voyant do with that |
| Page 124 | | Page 125 | |
| 1 | MICHAEL PARTRIDGE | 1 | MICHAEL PARTRIDGE |
| 2 | information once it gets this credit | 2 | tell whether Voyant contacted any one of these |
| 3 | application? | 3 | companies are not? |
| 4 | A. At this point, nothing. | 4 | A. Correct. |
| 5 | Q. Okay. Do you check the bank to make | 5 | Q. Does Voyant always check the |
| 6 | sure that whatever they put here is -- is this | 6 | references, the trade references, before |
| 7 | one -- is this another point of reference that | 7 | deciding to offer credit? |
| 8 | you check before deciding to offer credit -- | 8 | A. No. |
| 9 | A. No. | 9 | Q. It doesn't? |
| 10 | Q. -- or payment terms? No. Okay. | 10 | A. No. |
| 11 | So other than the trade references, | 11 | Q. Under what circumstances would |
| 12 | what else does Voyant do with this credit | 12 | Voyant not check the trade references before |
| 13 | application before it decides to offer credit | 13 | deciding whether to offer credit or not? |
| 14 | or payment terms? | 14 | A. If we had predetermined that we |
| 15 | A. If applicable, we'll run a Dun & | 15 | would not be offering credit, we would not |
| 16 | Bradstreet on the customer as a new customer | 16 | check trade references. |
| 17 | that wouldn't provide any information. | 17 | Q. Did you make that determination in |
| 18 | Q. Did Voyant in this case contact | 18 | this case? |
| 19 | CosmeTech, LLC? | 19 | A. Yes. |
| 20 | A. I can't presume. I do not know. | 20 | Q. So Voyant decided it wasn't going to |
| 21 | Q. How about Salus Medical? | 21 | offer Epicure credit; is that correct? |
| 22 | A. Same answer. | 22 | A. We did not offer them a credit |
| 23 | Q. And Global Medical Source? | 23 | limit, no. |
| 24 | A. Same answer. | 24 | Q. I'm sorry. So I understand, you |
| 25 | Q. As you sit here today, you can't | 25 | didn't offer them any credit; is that correct? |

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| <p style="text-align: right;">Page 126</p> <p>1 MICHAEL PARTRIDGE</p> <p>2 A. We did not offer them a dollar value 3 of credit, no. As part of their payment terms, 4 yes.</p> <p>5 Q. What's the distinction? You said if 6 you decide you weren't going to offer credit, 7 then you don't check the trade references.</p> <p>8 Was that your testimony?</p> <p>9 A. Correct.</p> <p>10 Q. Okay. And in this case, you didn't 11 check the trade references; is that correct?</p> <p>12 A. I said I don't know.</p> <p>13 Q. Okay. So when you say you did not 14 offer them a credit limit, what do you mean by 15 that?</p> <p>16 A. A credit limit would allow you to 17 purchase up to that limit without any deposits.</p> <p>18 Q. And so are you saying that you 19 offered Epicure Medical unlimited credit?</p> <p>20 MR. PENN: Objection to form.</p> <p>21 THE WITNESS: We did not authorize 22 them a credit limit, no.</p> <p>23 BY MR. KORANTENG:</p> <p>24 Q. Did you authorize them to order 25 anything without making any deposits -- up to</p> | <p style="text-align: right;">Page 127</p> <p>1 MICHAEL PARTRIDGE</p> <p>2 any amount at all without making any deposits?</p> <p>3 A. No.</p> <p>4 Q. Is it fair to say, then, that you 5 did not authorize any credit for them, then?</p> <p>6 A. No.</p> <p>7 Q. It's not fair to say that?</p> <p>8 A. Correct.</p> <p>9 Q. What credit did you offer them?</p> <p>10 A. Their payment terms had a 10-day 11 window at the end.</p> <p>12 Q. Are you equating payment terms to 13 credit?</p> <p>14 A. Yes.</p> <p>15 Q. When you offer your customers 16 payment terms, do you -- do you make that 17 determination on the basis of the credit 18 application?</p> <p>19 A. Not necessarily, no.</p> <p>20 Q. What do you base that off of?</p> <p>21 A. It's a group decision from the 22 executive and sales.</p> <p>23 Q. In this case, what specifically did 24 the executive and sales decide as far as what 25 to offer -- what to offer Epicure Medical, LLC?</p> |
| <p style="text-align: right;">Page 128</p> <p>1 MICHAEL PARTRIDGE</p> <p>2 A. Their terms, 25 percent down, 3 50 percent prior to shipping, 25 percent, 4 net 10.</p> <p>5 Q. And you are saying that was based on 6 this credit application?</p> <p>7 MR. PENN: Objection. Misstates 8 testimony.</p> <p>9 THE WITNESS: No.</p> <p>10 BY MR. KORANTENG:</p> <p>11 Q. It wasn't based on this credit 12 application?</p> <p>13 A. No.</p> <p>14 Q. Okay. I asked you this as a general 15 question to -- relating to all customers, but 16 I'm going to ask you specifically.</p> <p>17 Did you or anybody discuss with 18 Mr. Ori that by signing this application on 19 behalf of Epicure, that he was personally 20 guaranteeing payment for all goods and 21 merchandise purchased by the applicant?</p> <p>22 A. No.</p> <p>23 Q. Did you or anybody at Voyant discuss 24 with Mr. Ori that you are basing any credit 25 decisions that you make, if any, on the fact</p> | <p style="text-align: right;">Page 129</p> <p>1 MICHAEL PARTRIDGE</p> <p>2 that he is signing this credit application?</p> <p>3 MR. PENN: Objection to form.</p> <p>4 THE WITNESS: You'll have to repeat 5 the question, please.</p> <p>6 BY MR. KORANTENG:</p> <p>7 Q. Did you or anybody at Voyant discuss 8 with Mr. Ori that you are basing any credit 9 decisions that you make, if any, on the fact 10 that he is signing this credit application?</p> <p>11 MR. PENN: Objection to form.</p> <p>12 THE WITNESS: Not that I'm aware of, 13 no.</p> <p>14 BY MR. KORANTENG:</p> <p>15 Q. Let me ask you -- sorry, let me put 16 this back up again.</p> <p>17 Has Voyant ever filed a lawsuit 18 against any of its customers enforcing this 19 credit application and agreement?</p> <p>20 A. Not that I'm aware of, no.</p> <p>21 Q. Has any Voyant customer defaulted on 22 its obligations under circumstances where 23 Voyant offered credit based on this credit 24 application?</p> <p>25 MR. PENN: Objection to form.</p> |

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| <p>1 C E R T I F I C A T E 2 3 I, MONNA J. NICKESON, CCR, CSR, CLR, RPR, 4 CRR, the undersigned Certified Court Reporter, 5 authorized to administer oaths and affirmations in and 6 for the states of Washington (3322), Oregon (16-0441), 7 Idaho (1045), and California (14430), do hereby certify: 8 9 That the sworn testimony and/or proceedings, a transcript of which is attached, was given before me 10 at the time and place stated therein; that the witness 11 was duly sworn or affirmed to testify to the truth; 12 that the testimony and/or proceedings were 13 stenographically recorded by me and transcribed under 14 my supervision. That the foregoing transcript contains 15 a full, true, and accurate record of all the testimony 16 and/or proceedings occurring at the time and place 17 stated in the transcript; that a review of which was 18 not requested; that I am in no way related to any party 19 to the matter, nor to any counsel, nor do I have any 20 financial interest in the event of the cause. 21 IN WITNESS WHEREOF I have set my hand on 22 April 18, 2022. 23 <i>Monna J. Nickeson</i> 24 MONNA J. NICKESON, CCR, CSR, CLR, RPR, CRR 25</p> | <p>Page 226 1 NAME OF CASE: 2 DATE OF DEPOSITION: 3 NAME OF WITNESS: 4 Reason Codes: 5 1. To clarify the record. 6 2. To conform to the facts. 7 3. To correct transcription errors. 8 Page _____ Line _____ Reason _____ 9 From _____ to _____ 10 Page _____ Line _____ Reason _____ 11 From _____ to _____ 12 Page _____ Line _____ Reason _____ 13 From _____ to _____ 14 Page _____ Line _____ Reason _____ 15 From _____ to _____ 16 Page _____ Line _____ Reason _____ 17 From _____ to _____ 18 Page _____ Line _____ Reason _____ 19 From _____ to _____ 20 Page _____ Line _____ Reason _____ 21 From _____ to _____ 22 Page _____ Line _____ Reason _____ 23 From _____ to _____ 24 _____ 25 _____</p> |
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